

**AMENDMENT 2**  
**TO ILLINOIS INTERCONNECTION AGREEMENT**

**DATED AS OF JUNE 14, 1999**

**By and Between**

**AMERITECH ILLINOIS**

**AND**

**RHYTHMS LINKS, INC. f/k/a ACCELERATED CONNECTIONS, INC.**

The Interconnection Agreement (“the Agreement”) by and between Ameritech Illinois (“Ameritech”) and Rhythms Links, Inc., f/k/a Accelerated Connections, Inc. (“CLEC”), dated June 14, 1999, is hereby amended as follows:

- (1) Addition of Appendix Performance Measurements (Commission Ordered).
- (2) This Amendment shall not modify or extend the Effective Date or Term of the underlying Agreement, but rather, shall be coterminous with such Agreement.
- (3) EXCEPT AS MODIFIED HEREIN, ALL OTHER TERMS AND CONDITIONS OF THE UNDERLYING AGREEMENT SHALL REMAIN UNCHANGED AND IN FULL FORCE AND EFFECT, and such terms are hereby incorporated by reference and the Parties hereby reaffirm the terms and provisions thereof.
- (4) This Amendment shall be filed with and is subject to approval by the Illinois Commerce Commission (“ICC”).

IN WITNESS WHEREOF, this Amendment to the Agreement was executed in triplicate on this \_\_\_\_\_ day of \_\_\_\_\_, 2000, by Ameritech, signing by and through its duly authorized representative, and CLEC, signing by and through its duly authorized representative.

**Rhythms Links, Inc.,  
f/k/a Accelerated Connections, Inc.**

**Ameritech Illinois**

**By: SBC Telecommunications, Inc.,  
Its authorized agent**

By: \_\_\_\_\_

By: \_\_\_\_\_

Title: \_\_\_\_\_

Title: President – Industry Markets

Name: \_\_\_\_\_  
(Print or Type)

Name: \_\_\_\_\_  
(Print or Type)

Date: \_\_\_\_\_

Date: \_\_\_\_\_

On January 25, 1999, the United States Supreme Court issued its opinion in *AT&T Corp. v. Iowa Utilities Board*, 119 S. Ct. 721 (1999) and on June 1, 1999, the United States Supreme Court issued its opinion in *Ameritech v. FCC*, No. 98-1381, 1999 WL 116994, 1999 Lexis 3671 (June 1, 1999). In addition, on November 5, 1999, the FCC issued its Third Report and Order and Fourth Further Notice of Proposed Rulemaking in CC Docket No. 96-96 (FCC 99-238), including the FCC's Supplemental Order issued *In the Matter of the Local Competition Provisions of the Telecommunications Act of 1996*, in CC Docket No. 96-98 (FCC 99-370) (rel. November 24, 1999), portions of which become effective thirty (30) days following publication of such Order in the Federal Register (February 17, 2000) and other portions of which become effective 120 days following publication of such Order in the Federal Register (May 17, 2000). By executing this amendment, Ameritech Illinois does not waive any of its rights, remedies or arguments with respect to such decisions and any remands thereof, including its right to seek legal review or a stay of such decisions, or its rights under Sections 29.1-29.5 of the Interconnection Agreement between Rhythms Links, Inc., f/k/a Accelerated Connections, Inc. and Ameritech Illinois.